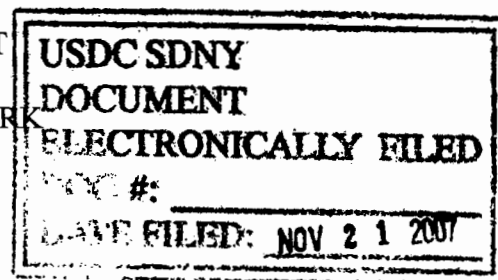


See 4/1/05

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK



TERRY KLEIN,

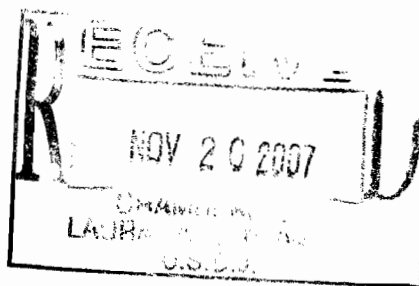
Plaintiff,

v.

No. 07-CIV-8710 (LTS)

KENT C. McCARTHY, JAYHAWK
CAPITAL MANAGEMENT, L.L.C.,
JAYHAWK INSTITUTIONAL
PARTNERS, L.P., JAYHAWK
INVESTMENT, L.P. AND LSB
INDUSTRIES, INC. (WITH LSB
INDUSTRIES, INC. AS NOMINAL
DEFENDANT).

Defendants.



STIPULATION AND ORDER

WHEREAS, LSB Industries, Inc. ("LSB") is a nominal defendant in this action, in that no damages are sought against it and this action is brought on its behalf;

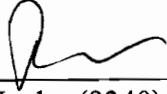
IT IS HEREBY STIPULATED by and among counsel for plaintiff and LSB, the nominal defendant, through their undersigned counsel, subject to the approval of the Court, that:

1. LSB shall not be required to file an answer or other response to the Complaint;
2. LSB shall not be required to ~~comply with the Initial Conference Orders, dated October 22, 2007, or any other Conference Orders issued by the Court,~~ except as otherwise expressly ordered by the Court, and
3. LSB shall otherwise have the rights and responsibilities of a nominal defendant to this action.

attend
pre-trial
conferences
or comply
with
the
submission
requirements
of orders
issued
in
connection
with
such
conferences

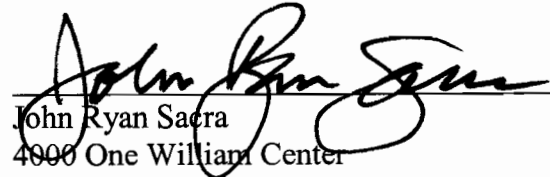
[Signature]

BRAGAR WEXLER & EAGEL, P.C.



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Attorney for Plaintiff

CONNER & WINTERS, LLP



John Ryan Sacra
4000 One William Center
Tulsa, Oklahoma 74172-0148
(918) 586-5711
Attorney for Nominal Defendant
LSB Industries, Inc.

SO ORDERED this 20 day of November, 2007.



LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE